

IN THE UNITED STATES DISTRICT COURT
FOR THE SOUTHERN DISTRICT OF TEXAS
HOUSTON DIVISION

MORGANS GROUP LLC,

§

Plaintiff,

v.

§

5104 CAROLINE, L.L.C.,
OX CAROLINE CONDOS, L.L.C.,
OXBERRY GENERAL, L.L.C.,
OXBERRY FINANCIALS, LTD.,
PEJMAN JAMEA, SHAHIN JAMEA, and
DOCUMENTED TRANSACTIONS, INC.,

§

Defendants.

§

CIVIL ACTION NO. 4:19-CV-02809

JURY TRIAL DEMANDED

DEFENDANTS' DECLARATION OF INTEREST

On November 24, 2020, the Court issued its Order to Disclose and Report, requiring Defendants to provide “a description of each company, all places it has an interest, and any other information on the structure and hierarchy of the companies.” Dkt. 60. Pursuant to the Order, Defendants make this Declaration of Interest:¹

• **5104 CAROLINE, L.L.C.**

- **Company Description.** Defendant 5104 Caroline, L.L.C. was established to build and sell units in the Mond at the Museums condominium project. 5104 Caroline, L.L.C. hired Oxberry General, L.L.C. as its fee-based developer.
- **Real Property Owned**
 - **Condominium Units Owned:** 5104 Caroline, L.L.C. currently owns 10 unsold condominium units at the Mond at the Museums condominium building located at 5104 Caroline Street, Houston, Texas 77004. These units are: 201, 301, 302, 402, 403, 502, 503, 602, 603, and 703.

¹ Except where otherwise noted, Defendants' Declaration of Interest states each company's present interests.

- **Land Owned:** Through its 10 condominium units at the Mond at the Museums, 5104 Caroline, L.L.C. owns an undivided interest with the other condominium unit owners in the land under them at 5104 Caroline Street, Houston, Texas 77004.
- **Trademark Owned:** The Mond at the Museums.²
- **Websites Owned**
 - **Current:** mondhouston.com
 - **Previous:** mondrianhouston.com³
- **Social Media Accounts Owned**
 - **Facebook:** facebook.com/mondhouston/
 - **Instagram:** instagram.com/mondhouston/
 - **Vimeo:** vimeo.com/371729197
- **Owners of the Company.** As set forth in the diagram below, 5104 Caroline, L.L.C. is wholly owned by Ox Group Holding, L.L.C.⁴ Pejman Jamea, SJPHC, L.L.C. (100% owned by Shahin Jamea), Farhang Jamea, and Shahrzad Jamea each own 25% of the common membership interests in 5104 Caroline, L.L.C. Additionally, George M. Lee (an individual) and Jack M. & Emily Ko (as a married couple) each own 50% of the preferred membership interests in 5104 Caroline, L.L.C.⁵

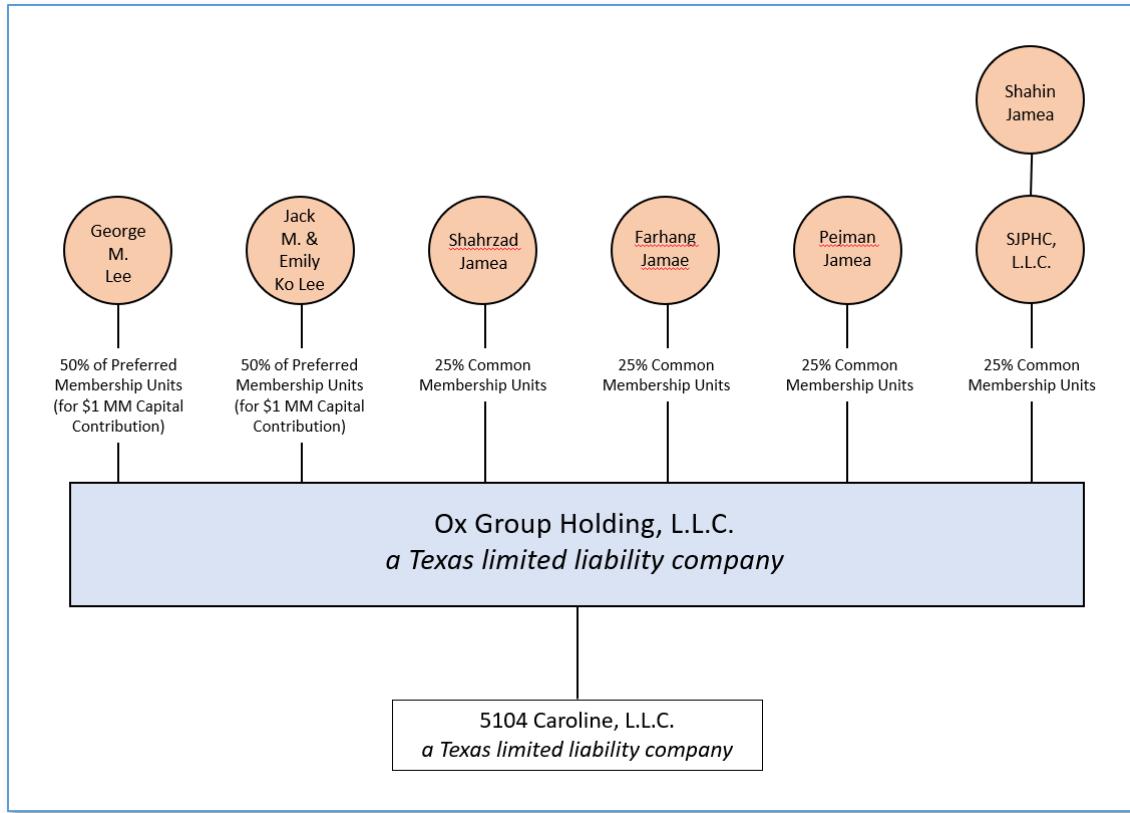
[DIAGRAM ON NEXT PAGE]

2 The original trademark applicant, Ox Caroline Condos, L.L.C., assigned this trademark to 5104 Caroline, L.L.C. The assignment has been submitted to the United States Patent & Trademark Office for recording, and the recordation is pending.

3 5104 Caroline, L.L.C. has returned mondrianhouston.com to the website registry.

4 Ox Group Holding, L.L.C.'s Manager is Oxberry General, L.L.C.

5 Mr. Lee and Mr. and Mrs. Ko's preferred membership interests entitle them to receive repayment of their capital contribution plus a specified rate of return before the common membership interest holders receive any distributions.



- **Managers of the Company**
 - Shahin Jamea, Manager
 - Pejman Jamea, Manager
- **Note on Rights to Exercise Options to Purchase Units:** Shahin Jamea, Pejman Jamea, Shahrzad Jamea, and Farhang Jamea have the right, but not the obligation, to purchase four condominium units at market rates. None have exercised these options.
- **OX CAROLINE CONDOS, L.L.C.**
 - **Company Description.** Defendant Ox Caroline Condos, L.L.C. was formed for the purpose of seeking refinancing of the Mond at the Museums project. However, the refinancing was never obtained, and the entity is not doing any business. Ox Caroline Condos, L.L.C. was the entity that originally filed for trademark registration of The Mond at the Museums. This trademark has since been assigned by Ox Caroline Condos, L.L.C. to 5104 Caroline, L.L.C., and it has been submitted to the United States Patent & Trademark Office (recordation pending).
 - **Real Property Owned:** None.

- **Owners of the Company:** Shahin Jamea (50%) and Pejman Jamea (50%).
- **Managers of the Company:** Ox Group Holding, L.L.C. is the Managing Member of Ox Caroline Condos, L.L.C.⁶
- **OXBERRY GENERAL, L.L.C. DBA OXBERRY GROUP**
 - **Company Description.** Defendant Oxberry General, L.L.C. was formed on October 21, 2002 for the purpose of fee-based commercial real estate development and property management. Oxberry General, L.L.C. was the fee-based developer of the Mond at the Museums project, and it has never had any ownership in the project itself. These are the properties that Oxberry General, L.L.C. has developed as a fee-based developer:
 - **The Mond at the Museums**
 - **Owner:** 5104 Caroline, L.L.C.
 - **Address:** 5104 Caroline, Houston, Texas 77004
 - **The Shops at Tanglewood**
 - **Owner:** MBL 2200 Main II, L.L.C.
 - **Address:** 5706 San Felipe, Houston, Texas 77057
 - **Capitol Bar Midtown Building**
 - **Owner:** 2415 Main, L.L.C.
 - **Address:** 2415 Main Street, Houston, Texas 77002
 - **Clé Houston**
 - **Owner:** Ox Main, L.L.C.
 - **Address:** 2301 Main Street, Houston, Texas 77002
 - **Multi-Tenant Commercial Building**
 - **Owner:** Ox Main, L.L.C.
 - **Address:** 2401 Main Street, Houston, Texas 77002

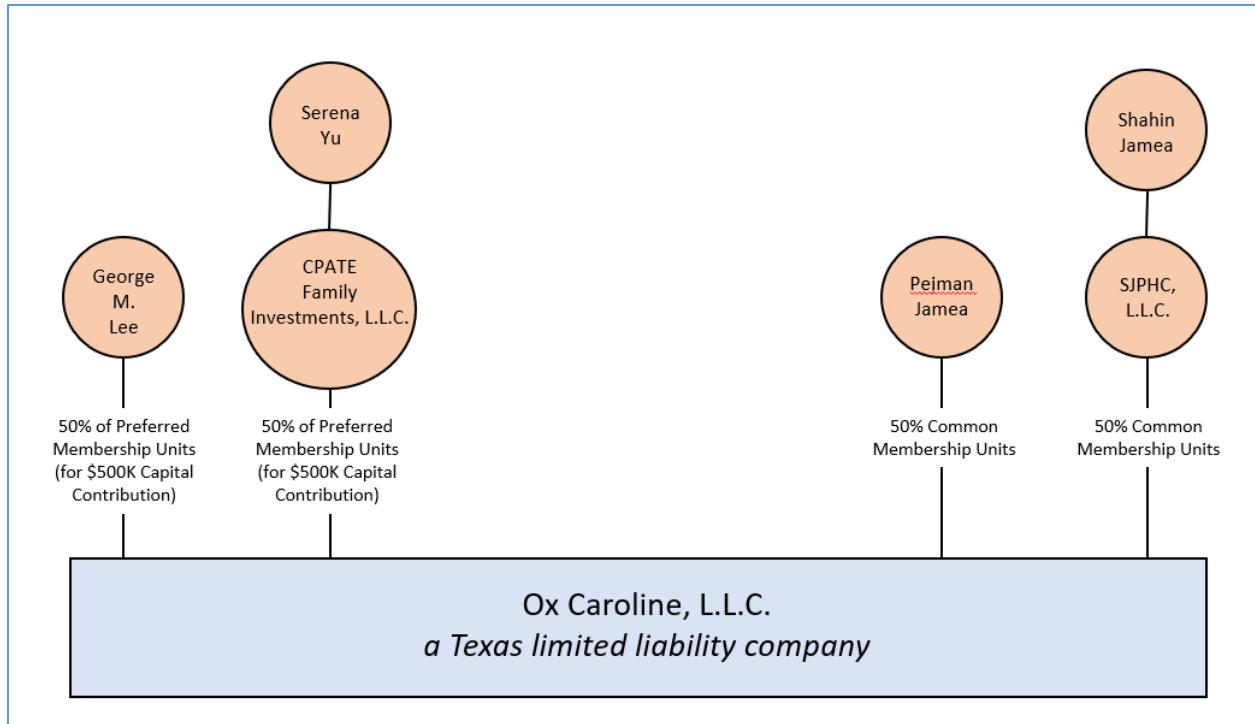
⁶ Ox Group Holding, L.L.C. is managed by Oxberry General, L.L.C. dba Oxberry Group. Oxberry General, L.L.C. is managed by Shahin Jamea (Manager) and Pejman Jamea (Manager).

- **Commercial Building**
 - **Owner:** 1110 W. Gray, L.L.C.
 - **Address:** 1110 W. Gray Street, Houston, Texas 77019
- **Midtown Restaurant, Bar & Retail Center**
 - **Owner:** 606 Dennis, L.L.C.
 - **Address:** 606 Dennis Street, Houston, Texas 77006
- **Owners of the Company:** Shahin Jamea (50%) and Pejman Jamea (50%).
- **Managers of the Company**
 - Shahin Jamea, Manager
 - Pejman Jamea, Manager
- **OXBERRY FINANCIALS, LTD.**
 - **Company Description.** Defendant Oxberry Financials, Ltd. was a Texas company formed on October 31, 2002 for the purpose of making loans. This entity was voluntarily terminated on March 5, 2016. Oxberry Financials, Ltd. had no connection to 5104 Caroline, L.L.C. or the Mond at the Museums project.
 - **Real Property Owned:** None.
 - **Former Owner of the Company:** Shahin Jamea (100%).
 - **Former Manager of the Company:** Oxberry General, L.L.C., dba Oxberry Group, Manager.
- **DOCUMENTED TRANSACTIONS, INC.**
 - **General Description.** Defendant Documented Transactions, Inc. was a Texas corporation formed on October 26, 2011, but it was voluntarily terminated and is no longer in existence. The purpose of this entity was to conduct website business.
 - **Real Property Owned:** None.
 - **Websites Owned:** Previously, the website mondrianhouston.com was registered under Documented Transactions, Inc., but it was subsequently transferred to 5104 Caroline, L.L.C. and then voluntarily returned to the Internet registry.
 - **Former Trademarks Owned:** Wysk (canceled on September 20, 2019).

- **Former Owner of the Company:** Shahin Jamea (100%).
- **Former Officers of the Company:** Shahin Jamea, President; Serena Wong, Vice-President, and Hooman Maghtaderi, Governing Person.
- **LOFTECH HOMES L.L.C.**
 - **Company Description.** Non-Party Loftech Homes, L.L.C. was formed on September 3, 2014 to do residential home development, and it carried out this business for several years. It is no longer active as a developer, and it is in the process of winding down. It has never had any connection to 5104 Caroline, L.L.C., the Mond at the Museums project, or Oxberry General, L.L.C. dba Oxberry Group. This entity was contracted as a fee-based developer for building homes for others, and it never held an ownership interest in any real estate.
 - **Real Property Owned:** None.
 - **Trademarks Owned:** Loftech Homes.
 - **Owners of the Company:** SJPHC, L.L.C. (100%).⁷
 - **Management of the Company:** SJPHC, L.L.C. (Manager).
- **OX CAROLINE, L.L.C.**
 - **Company Description.** Non-Party Ox Caroline, L.L.C. is a single-asset and single-purpose entity formed to purchase a commercial office building located at 5009 Caroline Street, Houston, Texas. This company is not involved with the Mond at the Museums project or 5104 Caroline, L.L.C.
 - **Real Property Owned:** 5009 Caroline Street, Houston, TX 77004.
 - **Owners of the Company:** As set forth in the diagram below, Pejman Jamea and SJPHC, L.L.C. (100% owned by Shahin Jamea) each own 50% of the common membership interests in Ox Caroline, L.L.C. George M. Lee and CPATE Family Investments, L.L.C. (100% owned by Serena Yu) each own 50% of the preferred membership interests in Ox Caroline, L.L.C., reflecting their capital contributions of \$500,000 each.⁸

⁷ Until October 31, 2019, Loftech Homes, L.L.C. was owned as follows: SJPHLC, L.L.C. (80%) and Rathman Group LLC (20%). SJPHC, L.L.C. is owned by Shahin Jamea (100%), who is also SJPHLC, L.L.C.'s Manager. Rathman Group LLC is owned by Hooman Maghtaderi (100%), who is also Rathman Group LLC's President.

⁸ Mr. Lee and CPATE Family Investments, L.L.C.'s preferred membership interests entitle them to receive repayment of their capital contributions plus a specified rate of return before the common membership interest holders receive any distributions.



- **Manager of the Company:** Oxberry General, L.L.C. dba Oxberry Group, Manager.

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Respectfully submitted,

/s/ Patrick Yarborough _____

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CERTIFICATE OF SERVICE

I certify that on December 18, 2020, a true and correct copy of the foregoing was served electronically through the electronic filing manager to all counsel of record in accordance with the Federal Rules of Civil Procedure.

/s/ Patrick Yarborough

Patrick Yarborough